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RECORDATION NO. 6778-A
FILE 1425

APR 8 1988-2 20 PM

April 8, 1988

INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission
Recordation Office
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Attn: Ms. Mildred Lee -- Room 2303

No. 8-099A053

APR 8 1988

Date

Fee \$ 13.00

ICC Washington, D. C.

Dear Ms. Lee:

I have enclosed an original and one copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Release, Discharge, And Lease Termination Certificate of an Equipment Lease Agreement, a secondary document, dated April 8, 1988. The primary document to which this is connected is recorded under Recordation No. 6778.

The names and addresses of the parties to the documents are as follows:

Lessor: First Chicago Leasing
Corporation
Mail Suite 0290
Chicago, Illinois 60670-0290

Lessee: Maine Central Railroad Company
c/o Boston & Maine Corporation
Iron Horse Park
North Billerica, MA 01862

100 OFFICE
7100 SE
APR 8 2 44 PM '88
NOTICE OF RECALL

A description of the equipment covered by the document follows:

250 77-ton 50' 6" single-sheathed
outside stake box cars. MEC 30000
through MEC 30249, inclusive.

Handwritten signature: Charles [unclear]

Ms. Mildred Lee

April 8, 1988

Page 2

A fee of \$13.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to John H. Broadley, Esq., 21 Dupont Circle, N.W., Washington, D.C. 20036.

A short summary of the document to appear in the index follows: Release, Discharge, And Lease Termination Certificate to Equipment Lease Agreement with Recordation No. 6778, dated April 8, 1988 and covering equipment described in Recordation No. 6778.

Very truly yours,

John H. Broadley /CSV
John H. Broadley

Enclosure

APR 8 1988-2 50 PM

INTERSTATE COMMERCE COMMISSION

RELEASE, DISCHARGE AND LEASE TERMINATION CERTIFICATE

RELEASE, DISCHARGE, AND LEASE TERMINATION CERTIFICATE, dated April 8, 1988 of **EQUIPMENT LEASE AGREEMENT**, dated as of October 1, 1972, Interstate Commerce Commission Recordation No. 6778, filed and recorded October 30, 1972, (as amended, supplemented or otherwise modified from time to time) between **FIRST CHICAGO LEASING CORPORATION**, a Delaware corporation (the "Lessor"), and **MAINE CENTRAL RAILROAD COMPANY**, a Maine corporation (the "Lessee").

1. Lessor hereby releases and discharges Lessee from the **EQUIPMENT LEASE AGREEMENT**, dated October 1, 1972, for the Equipment described as follows:

250 77-ton 50' 6" single-sheathed
outside stake box cars. MEC 30000
through MEC 30249, inclusive.

2. Lessor hereby certifies that the **EQUIPMENT LEASE AGREEMENT** has terminated with respect to the equipment described in paragraph 1 above.

3. Lessor hereby certifies that all Lessee's obligations of whatever kind under the **EQUIPMENT LEASE AGREEMENT** have been satisfied and discharged.

IN WITNESS WHEREOF, the Lessor and Lessee hereto have caused this RELEASE, DISCHARGE, AND LEASE TERMINATION CERTIFICATE to be executed by their respective officers hereunder duly authorized and their corporate seals to be hereto affixed as of the day and year first above written.

(Corporate Seal)

FIRST CHICAGO LEASING
CORPORATION

Attest:

By: _____

Its: _____

(Corporate Seal)

MAINE CENTRAL RAILROAD
COMPANY

Attest:

By: KC Austin

Its: Vice President - Finance

R. S. Long

STATE OF ILLINOIS)
 : ss.:
COUNTY OF COOK)

On this _____ day of April, 1988, before me
personally appeared _____, to me personal-
ly known, who being by me duly sworn, says that he is a
_____ of FIRST CHICAGO LEASING CORPORATION,
that said instrument was signed on behalf of said corpora-
tion by authority of its Board of Directors; and he acknowl-
edged that the execution of the foregoing instrument was the
free act and deed of said corporation.

(Seal)

My commission expires:

APR 8 1988-2 20 PM

INTERSTATE COMMERCE COMMISSION

RELEASE, DISCHARGE AND LEASE TERMINATION CERTIFICATE

RELEASE, DISCHARGE AND LEASE TERMINATION CERTIFICATE, dated April 8, 1988 of EQUIPMENT LEASE AGREEMENT, dated as of October 1, 1972, Interstate Commerce Commission Recordation No. 6778, filed and recorded October 30, 1972, (as amended, supplemented or otherwise modified from time to time) between FIRST CHICAGO LEASING CORPORATION, a Delaware corporation (the "Lessor"), and MAINE CENTRAL RAILROAD COMPANY, a Maine corporation (the "Lessee").

1. Lessor hereby releases and discharges Lessee from the EQUIPMENT LEASE AGREEMENT, dated October 1, 1972, for the Equipment described as follows:

250 77-ton 50' 6" single-sheathed
outside stake box cars. MEC 30000
through MEC 30249, inclusive.

2. Lessor hereby certifies that the EQUIPMENT LEASE AGREEMENT has terminated with respect to the equipment described in paragraph 1 above.

3. Lessor hereby certifies that all Lessee's obligations of whatever kind under the EQUIPMENT LEASE AGREEMENT have been satisfied and discharged.

IN WITNESS WHEREOF, the Lessor and Lessee hereto have caused this RELEASE, DISCHARGE AND LEASE TERMINATION CERTIFICATE to be

executed by their respective officers hereunder duly authorized and their corporate seals to be hereto affixed as of the day and year first above written.

(Corporate Seal)

FIRST CHICAGO LEASING
CORPORATION

Attest:

By:

Its:

(Corporate Seal)

MAINE CENTRAL RAILROAD COMPANY

Attest:

By:

Its:

2304v

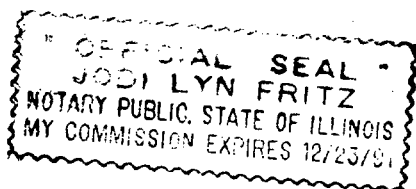
STATE OF ILLINOIS)
: ss.:
COUNTY OF COOK)

On this 7th day of April, 1988, before me personally appeared Robert W. Paluga, to me personally known, who being by me duly sworn, says that he is a Assistant Vice President of FIRST CHICAGO LEASING CORPORATION, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Jodi L. Fritz

(Seal)

My commission expires:



2304v

COMMONWEALTH OF MASSACHUSETTS)

COUNTY OF MIDDLESEX) ss.:

On this _____ day of April, 1988, before me personally appeared _____, to me personally known, who being by me duly sworn, says that he is a _____ of MAINE CENTRAL RAILROAD COMPANY, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Seal)

My commission expires:

2304v

CERTIFICATE

I, Eileen Schawath, a notary public, certify that I have compared the original Release, Discharge, and Lease Termination Certificates with each other, and have compared the original documents with the copies and have found the originals and the copies to be complete and identical in all respects.

Dated: April 8, 1988

Eileen Schawath
Notary Public

My commission expires:

My Commission Expires October 31, 1988

My Commission Expires October 31, 1988